GHCL Limited

August 12, 2015

Mr. Hari K
Vice President
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051
Fax # 022 26598237/38

Mr. S Subramanian
BSE Limited
DCS - CRD
1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001
(Fax: 022 22723121/2037/2041/3714/2039/2061)

Disclosure under Clause 53 of the Listing Agreement

Pursuant to the requirement of Clause 53 of the Listing Agreement and other applicable provisions, if any, please note that the Company has entered into an Agreement with "Stellar IR Advisors Private Limited" (Stellar) on July 30, 2015, appointing Stellar to act as the exclusive investor relations advisor of the Company for a period of one year (i.e. from August 1, 2015 to July 31, 2016).

In reference to the abovesaid agreement and based on the disclosures received from Stellar, it is hereby confirmed that:

a. Neither Stellar nor any of its associates have any shareholding in GHCL Limited.

b. Abovesaid Agreement **doesn't contain any clause**, by virtue of which, Stellar
(i) can appoint any nominee director on the Board of GHCL Limited;
(ii) can exercise any management control in GHCL Limited; and
(iii) have any potential conflict of interest arising out of such agreement, etc.

c. Except as mentioned hereinabove, GHCL Limited has not entered into any other back to back treaties/contracts/agreements/MoUs or similar instruments with media companies and/or their associates for the purpose of advertising, publicity, etc.

You are requested to kindly take note of the same. In case you require any further information/ clarification, please do let us know.

For GHCL Limited

Bhuwneshwar Mishra 12-8-2015
General Manager & Company Secretary

ghcl. Disclosure- Stellar

B-38, Institutional Area, Sector-1, Noida-201301 (U.P.) India. Ph. : 91-120-2535335 (5 Lines), Fax : 91-120-2535209/4153.
Regd. Office : GHCL House, Opp. Punjabi Hall, Near Navrangpura Bus Stand, Navrangpura, Ahmedabad-380009.
CIN : L24100GJ1983PLC006513 E-mail : ghclinfo@ghcl.co.in, Website : www.ghclindia.com

A Dalmia Brothers Enterprise

ISO 9001 ISO 14001

REGISTERED REGISTERED

FROM :GHCL FAX NO. :01202535209 12 Aug. 2015 10:46AM P1

STELLAR
INVESTOR RELATIONS

Stellar IR Advisors Private Limited
A - 308, Dynasty Business Park,
Nr. Chakala (J B Nagar) Metro Station,
Andheri Kurla Road, Andheri (East),
Mumbai 400 059. INDIA
Tel: +91-22-2823 0380/81
Email: contact@stellar-ir.com
Website: www.stellar-IR.com

Date: 10 August 2015

GHCL Limited
B-38,Sector -1
Institutional Area
Noida – 20130

Kind Attn.: Mr. Raman Chopra / Mr. Sunil Gupta

Reg.: Disclosure regarding Agreement signed for Investor Relations for GHCL Limited

Dear Sir

This refers to the agreement / contract dated July 30,2015 entered between "Stellar IR Advisors Pvt. Ltd. " and "GHCL Limited" for providing agreed services related to "Investor Relations".

In reference to the above said agreement, I, Gaurang Vasani, Managing Director Of Stellar IR Advisor Pvt. Ltd. confirm the following:

a. Neither our Company i.e Stellar IR Advisors Pvt. Ltd. nor any of its associates have any shareholding in GHCL Limited.

b. Based on the abovesaid agreement, we further confirm that (i) we are not authorised to appoint any nominee director on the Board of GHCL Limited; (ii) we are not empowered to exercise any management control in GHCL LIMITED; and (iii) there is no potential conflict of interest arising out of such agreement, etc.

c. Except as mentioned hereinabove, GHCL Limited has not entered into any other back to back treaties/ contracts/ agreements/MoUs or similar instruments with " Stellar IR Advisor Pvt. Ltd." and/or their associates for the purpose of advertising, publicity, etc.

The above disclosures are given pursuant to the requirement of Clause 53 of the Listing Agreement.

Thanking you

Yours truly,

For Stellar IR Advisors Pvt. Ltd.

Name: Gaurang Vasani

Designation : Managing Director

Regd. Office:
D-252, Kalpataru Towers, Off Akruti Road,
Opp. ESIS Hospital, Kandivali (East),
Mumbai - 400 101, Maharashtra, INDIA.
CIN No.: U74900MH2014PTC259212

FROM :GHCL FAX NO. :01202535209 12 Aug. 2015 10:47AM P2